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January 11, 2005

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 20554

RECEIVED

JAN 11 2005
Federal Communications Commission
Office of Secretary

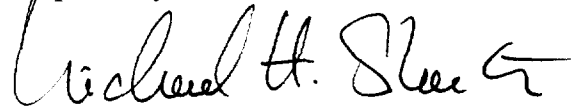
**Re: Reply Comments of Gateway Radio Works, Inc.
MB Docket No. 04-411
RM-11096**

Dear Ms. Dortch:

Transmitted herewith on behalf of Gateway Radio Works, Inc., are an original and four (4) copies of its Reply Comments submitted in connection with the above-referenced proceeding.

Should any questions arise in connection with this matter, kindly communicate directly with the undersigned.

Respectfully submitted,



Michael H. Shacter

Enclosure

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Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

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JAN 11 2005

Federal Communications Commission
Office of Secretary

In the Matter of)
)
Amendment of Section 73.202(b),) MB Docket No. 04-411
Table of Allotments,) RM-11096
FM Broadcast Stations.)
(Georgetown, Mason, Oxford and West)
Union, Ohio, and Salt Lick, Kentucky))

To: Chief, Allocations Branch

REPLY COMMENTS

Gateway Radio Works, Inc. ("Gateway"), the licensee of WIVY(FM), Channel 242A, Morehead, KY (FCC Facility ID No. 23344), by its attorneys and pursuant to the *Notice of Proposed Rule Making*, DA 04-3513, MB Docket No. 04-411, RM-11096, released November 5, 2004 (the "NPRM"), hereby submits its Reply Comments in the above-referenced rule making proceeding.¹ In support thereof, the following is respectfully submitted:

Introduction

1. In response to a Petition for Rule Making jointly filed by Balogh Broadcasting Company, Inc., licensee of FM Station WOXY, Channel 249A, Oxford, Ohio, Richard L. Plessinger, Sr., licensee of FM Station WAXZ, Channel 249A, Georgetown, Ohio, and Dreamcatcher Communications, Inc., licensee of FM Station WRAC, Channel 276A, West Union, Ohio, the Commission released the NPRM proposing, among other things, the reallocation of Channel 249A from Oxford to Mason, Ohio, as its first local service and modification of the Station WOXY license, reallocation of Channel 249A from Georgetown,

¹ The NPRM established January 11, 2005, as the deadline for filing reply comments. Accordingly, the instant Reply Comments are timely filed.

Ohio to Salt Lick, Kentucky, as its first local service and modification of the Station WAXZ license.² To prevent the removal of sole local service from Georgetown, the Joint Petitioners also proposed the reallocation of Channel 276A from West Union to Georgetown, Ohio and modification of the Station WRAC license. The Reallocation proposal set forth in the NPRM is hereinafter referred to as the "Joint Petitioners' Allotment Plan". The NPRM established December 27, 2004, as the due date for filing comments and counterproposals, and January 11, 2005, as the due date for filing reply comments.

2. On December 27, 2004, Joint Petitioners filed their Comments in this proceeding. Joint Petitioners' comments were limited to a reaffirmation of their respective positions raised in the Petition for Rulemaking.

3. On December 27, 2004, Gateway submitted its Counterproposal: the allotment of FM channel 249A to Livingston, KY as that community's first local aural transmission service at coordinates 37-21-39 North Latitude and 84-11-00 West Longitude, and the reallocation of WIVY's channel 242A from Morehead, KY to Salt Lick, KY. The downgrade of station WJXB-FM, Knoxville, TN on 248C to 248C0 was also proposed. Gateway also pointed out that Joint Petitioners' Allotment Plan is defective, because it will leave West Union, Ohio without local service.

Reply Comments

4. Joint Petitioners' proposal to backfill the Georgetown, OH allotment by reallocating WRAC, West Union, Ohio to Georgetown does not constitute a preferential arrangement of

² Subsequent to filing the Petition for Rulemaking, First Broadcasting Capital Partners, LLC ("First Broadcasting") became the licensee of WOXY(FM) and WAXZ(FM). First Broadcasting and Dreamcatcher Communications, Inc. are hereinafter referred to as "Joint Petitioners".

allotments under *Revision of FM Assignment Policies and Procedures*.³ Joint Petitioners erroneously claim that West Union will not be deprived of its only local service because Station WVXW(FM) is currently licensed to operate at West Union. As Gateway pointed out in its Counterproposal, although noncommercial educational FM Station WVXW is currently licensed to West Union, it is licensed as a satellite of station WVXU(FM), Cincinnati, Ohio. Accordingly, WVXW(FM) is more properly considered as a Cincinnati station than as a local West Union station.

5. WVXW(FM) is a member station of the X-Star Radio Network, which is owned and operated by Xavier University in Cincinnati, Ohio. The flagship station of the network is WVXU(FM), Cincinnati, Ohio. Pursuant to a waiver, WVXW(FM)'s main studio is located at the site of the WVXU(FM) main studio in Cincinnati, more than 50 miles away from its community of license. In addition, there is no local number or toll free number for citizens of West Union to call the station.⁴ The mission of WVXW(FM) is to serve as a spoke in a university radio network. Gateway does not question the legitimacy of the mission of WVXW(FM), but it cannot be described as providing local service to the community of West Union.

6. Although noncommercial stations are relevant for purposes of analyzing local service to a community under Section 307(b) of the Communications Act,⁵ the analysis must not be performed blindly. In *Crisfield, Maryland; Belle Haven, Cape Charles, Exmore, Nassawadox*,

³ 90 FCC 2d 88 (1982) (hereinafter referred to as *FM Priorities*)

⁴ See Affidavit of Cliff Cooper attached hereto as Exhibit A.

⁵ See *Valley Broadcasters, Inc.*, 5 FCC Rcd 2785, 2787-88 (1990). See also *Oceanside, California*, 14 FCC Rcd 15302 (M.M.Bur. 1999).

and *Poquoson, Virginia*, 18 FCC Rcd 19561 (2003), the Commission was faced with a similar situation in which the removal of a commercial FM station would have left the community of license with only a noncommercial station. The assertion that the noncommercial station should not be counted as furnishing local service was treated as if it were a rebuttable presumption. In *Crisfield*, the Commission determined that two hours of monitoring the noncommercial station's programming was not sufficient to evaluate the extent to which the station was fulfilling its duty to provide local programming.

7. The best way to gauge the degree to which a station serves its community is by examination of the issues/programs list that all radio stations are required to maintain in their public files.⁶ Attached hereto as Exhibit B, are the issues/programs lists of WVXW(FM) for the last two quarters of calendar year 2004. The issues/programs lists contain no mention of West Union or Adams County, within which West Union is located. Instead, the listed programs are all devoted to topics relating to Cincinnati, Hamilton County (in which Cincinnati is located), and national issues. Notably, WVXA—one of the other stations in the X-Star Radio Network—is mentioned prominently in WVXW(FM)'s issues/program list.⁷ Consequently, there can be no doubt that WVXW(FM) does not provide local service to West Union and that the backfilling of Georgetown with WRAC, will deprive West Union of local service.

8. In addition, the Commission should take into account the cumulative effect of Joint Petitioners' Allotment Plan. The communities of Oxford and West Union are currently served by one commercial and one noncommercial station. If Joint Petitioners' Allotment Plan

⁶ See §§ 73.3526(e)(12) and 73.3527(e)(8) of the Commissions rules.

⁷ Programming on X-Star Radio Network stations WVXH and WVXM is mentioned, but nothing is mentioned about the satellite WVXW(FM).

were implemented, both communities would become dependent solely on university-based, noncommercial stations. As discussed above, in the case of West Union, this would result in the loss of local programming. Of greater significance, however, is the general trend of migration of stations in smaller communities to larger communities. Ohio Congressman Ney recently called attention to this trend in connection with proposed station moves by Clear Channel.⁸ The *FM Priorities* may be satisfied in any individual case, but collectively these reallocations result in a disastrous distortion of the requirements of Section 307(b) of the Communications Act by relocating stations serving small communities to larger ones.

9. Gateway's Counterproposal avoids the defects in Joint Petitioners' Allotment Plan. Moreover, Gateway's Counterproposal helps to reverse the inequitable trend of moving stations from small communities to larger ones. Gateway proposes to bring a new station to the community of Livingston, KY, which currently has no local service and to change the community of license of WIVY(FM) from Morehead, with five local services, to Salt Lick, which currently has no local service.

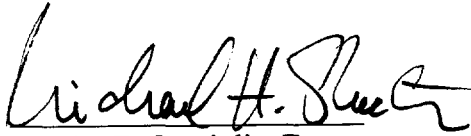
⁸ See *M Street Journal*, January 5, 2005 (copy attached as Exhibit C).

WHEREFORE, for the reasons above, the Joint Petitioners' Allotment Plan by should be denied, and the counterproposal of Gateway Radio Works, Inc. should be adopted in its entirety.

Respectfully submitted,

Gateway Radio Works, Inc.

January 11, 2005

By: 

John F. Garziglia, Esq.

Michael H. Shacter, Esq.

Its Attorneys

Womble Carlyle Sandridge & Rice, PLLC

1401 Eye Street, Seventh Floor

Washington, D.C. 20005

202/467-6900

Exhibit A

AFFIDAVIT

The undersigned, Cliff Cooper, hereby attests that the following statements are true and accurate to the best of his knowledge:

1. I am a paralegal at the firm of Womble Carlyle Sandridge & Rice.
2. On Wednesday, January 5, 2005, I placed a call to Xavier University at (800) 344-4698. According to the telephone operator WVXW(FM) is not accessible through the University's toll free number. When I asked for the toll free number for WVXW(FM) the telephone operator informed me that the radio station does not have a toll free number. The telephone operator subsequently provided me with the following telephone number to contact the station: (513) 731-9898.
3. I have confirmed that the 513 area code is assigned to Cincinnati, Ohio, whereas area code 937 is assigned to West Union, Ohio.


Cliff Cooper

January 11, 2005

Exhibit B

WVXU

XStar Network Quarterly Public Issues Report July-September, 2004

In the third quarter of 2004, the XStar Radio Network continued to broadcast important and responsive programming designed to serve our communities throughout the network. Among the topics and issues covered this quarter by our stations:

* September 11 was the 3rd anniversary of the terrorist attacks on the U.S. We carried a special commemorative program on September 11 from 11pm-Midnight, American Radio Works 9-11 commemoration program, "Witness to Terror: The 9/11 Hearings" which examined the audio and video presented during the 9/11 hearings this past year.

* In light of the September 11 hearings, the 9-11 commission presented findings at a press conference on July 22. We carried the press conference which ran from 1-2pm.

* In a Presidential election year, there are many important issues surrounding candidates and issues. Among our election and political coverage this quarter:

- John Kerry spoke at Union Terminal on his Iraq policy. We carried coverage live from 9:45am until approximately 10:20am on September 8.
- Earlier, both John Kerry and President Bush addressed the Veterans of Foreign Wars convention in Cincinnati. We carried the President's address, detailing re-deployment of U.S. soldiers from 11:05-11:35am on August 16. On August 18, we provided coverage of Senator Kerry speaking to the same convention from approximately 10:55-11:30am.
- We aired complete evening coverage of both the Democratic and republic National Conventions this Quarter. The DNC ran 8pm until at least 11pm July 26-29, and the RNC ran the same broadcast times August 30-September 2. Both conventions featured major speakers from each party and the candidates' acceptance speeches.
- We will be carrying the major Presidential and Vice Presidential debates in October.

* August 23 marked the opening in Cincinnati of the National Underground Railroad Freedom Center. WVXU featured joint coverage with Channel 9 in Cincinnati from 6:40-6:55pm featuring comments from Ed Rigot, Oprah Winfrey and others who played a major part in the opening of the museum and cultural center. On August 20, our Local Business Matters program in Cincinnati aired a special preview interview with Director Gary Bockleman. The segment aired from 12:40-1pm.

* The local economy is at least somewhat tied to Delta Airlines, and on LiveLine of July 16 from 9:35-10am, Jim Ott of Aviation Week and Space Technology magazine discussed the possibility of low fare carriers coming to Greater Cincinnati/Northern Kentucky International Airport. He also discussed the loss of the DHL Company at the airport in the last month.

* The last week of September was National Fertility Week in the U.S., urging people to learn more about fertility and reproductive issues. Well Informed of September 28 featured Dr. Glen Hofman, a specialist in endocrinology and fertility from 12:30-1pm talking about fertility issues and taking calls from listeners.

* WVXA continues its friendly community service program The Bargain Center with Carolyn Heinzl. This half-hour program helps link individual (no companies) buyers and sellers who have either cleaned out the garage and have things to sell or might be looking for a hard-to-find item.

* The Jewish high holy days of Rosh Hashanah and Yom Kippur occurred this quarter. Jewish cook and expert Szell Schulman appeared on Everybody's Cooking, Wednesday 12-12:30pm, of September 15 to talk about customs and cooking of the Days of Awe.

* WVXA continued its Northern Michigan Weekly program, Thursdays Noon-12:30pm. Among the highlights this quarter:

8-1-04

Joanne Leal, Director of the Cheboygan Opera House.

8-8-04

Re-ran show on Kirk Jones, who went over Niagara Falls without protection and survived. A lot of people asked about the interview.

8-15-04

Dr. Joshua Myers and Scott Smith From District Health Department NO. 4. We discussed West Nile Virus.

8-15-04

Hal Adams Director of the Alpena Civic Theatre

8-29-04

Ed Brklachic, Director of the Great Lakes Lore Museum in Rogers City.

9-5-04

Shirley Hahn, Organizer of "Puttin' On The Ritz." Fund raiser for Hospice.

9-12-04

Pat Henry, of the Presque Isle Conservation District.

9-19-04

Bob Wodkowsky, "Grand Ol' Opry Rogers City Style"

9-26-04

Bob Pasche, Kiwanis Club of Rogers City Benefit Golf Tournament for kids.

* WVXH also continued its Central Michigan Weekly programming, Thursdays Noon-12:30pm. Highlighted guests from this quarter:

July 1 - An interview with James Malloy, president of the Michigan Story Festival concerning this fall's program. This October the second annual Storytelling Festival will be held in Mt. Pleasant

July 8 - A conversation with Morning Sun staff writer Mark Ranzenberger about a number of local issues, including key criminal trials and a preview of the upcoming August Primary election

July 15 - A continuation of the conversation with Mark Ranzenberger, and an interview with Randy Benner, president of the Gladwin County Fair about this year's event.

July 22 - An interview with Bill Burns, president of the Clare County Fair Board about the history of county fairs, and specifics of this year's events.

July 29 - A candidate forum featuring candidates for the new Isabella County Trial Court judge position. They are Gordon Bloem, Mark Duthie and James Veldhuis. They face off in the August Primary election. The top two candidates will be on the ballot in the November election. This program was recorded at the Mt. Pleasant Rotary Club, and was moderated by Tom Hunt. Each candidate answered identical questions, and was given equal time allotments. Note: Bloem and Duthie were the top vote getters, and will face off in November.

August 5 - All about recycling. A tour of the Isabella Material Recovery Center, one of the largest in the region. The program featured Amy Shindor, Center Director, and a conversation about recycling, the market for recycled products, our capacity for trash disposal and the politics of landfills and hazardous materials.

August 19 - An audio tour of the Evert Hammer Dulcimer Festival. Evert, Michigan hosts the world's largest hammer dulcimer and acoustic music festival in the world. Each year 10-15 thousand people attend this event filled with workshops, concerts, vendors and musicians. This program featured local musicians and vendors and sampled acoustic music from Bluegrass to Classical.

August 26 - A conversation with Morning Sun staff writer Mark Ranzenberger about top local stories, including the creation of a Clare County Parks Authority, the working relationship between the Michigan State Police and the Clare County Sheriff's Department and a look at two local races for the Michigan State House of Representatives in August.

September 2 - The Gamma Knife. This program featured much of the material that was originally broadcast in April, but was updated, to cover the news that the 100th patient (a Gladwin man) was treated with this high tech surgery since the unit was installed. Hospital officials hoped that they would be able to treat 80 patients in its first year of operation. There are only two Gamma Knife units in Michigan. One of them is the Mid Michigan Medical Center in Midland.

September 16 - Mid Michigan Community College in Harrison is asking voters in the District to approve a 1 mill increase so that the College can expand its health care and vocational education programs. The program featured a conversation with Mat Miller, MMCC's Public Information Officer. The millage election will be held September 28. Also, a short feature from Michigan Public Radio on Michigan's "Brain Drain." Too many young, educated people are moving to jobs in other states. This feature examined efforts to attract and retain young talented people as part of Governor Granholm's "Cool Cities" initiative.

* Cincinnati is one of only 4 North American stops for an exhibit entitled "Petra: Lost City of Stone," a presentation with profound anthropologic and archaeological interest. Timothy Rub of the Cincinnati Art Museum appeared on WXXU and the network to talk about this grand exhibit which will be in Cincinnati and Grand Rapids on two occasions, September 8 from 9-10am and September 10 from 4-5pm.

* Local culture and history are big parts of our community. On July 1, Linda Vacariello and Jay Stowe of Cincinnati Magazine discussed important information for immigrants in Cincinnati and looked at the evolution of immigration in the city, including support groups for immigrants. The program aired from Noon-12:30pm.

* WXXU and the network continued its program designed to preserve and broadcast classic radio and television broadcast segments. WXXU has partnered with the non-profit group Media Heritage to present the Big Broadcast for four hours each week. So far the program has featured many classic radio broadcasts, helping children and adults learn about historic

and cultural happenings, including WWII and the Golden Age of Radio. The program airs Saturday evenings each week from 8pm-Midnight.

* WVXU and the network continue our commitment to programming for and about children and students. On July 25 from 7-8pm we aired three radio dramas, "The Curse of the Egyptian Pendant" written and performed by students from the School for the Creative and Performing Arts, "The Case of the Missing Lemon" by students from McKinley School, and "Freedom River" by students from Sharpsburg and Parham Elementary Schools, the last in honor of the impending opening of the National Underground Railroad Freedom Center in Cincinnati. The three dramas were presented with support from the Dater Foundation, which also helped to sponsor our student drama competition again this year.

* The network and WVXU originate two locally produced financial programs. Chris DeSimio hosts On The Money, a one-hour call in program on Saturday mornings at 11am and Nathan Bachrach of Financial Network Group hosts Simply Money with Ed Fink on Thursday afternoons at 5pm. While the topics on each program vary widely from week to week, each show this quarter has dealt with the massive fluctuations in the investment market over the last three months. On September 25, Chris hosted a live program from the convention of the non-profit group National Association of Investors Club from 11am to noon. Chris spoke with various independent investors and business CEO's about general investing information.

*The Gift of Sight program has two major events each year which spotlights the need for used eyeglasses and eyesight research. WVXU's LiveLine of August 20 welcomed guests from Gift of Sight to talk about their Eye Run event and their SightNight event. The program aired from 9:35-10am on WVXU.

* Holistic and alternative medicine are gaining in popularity as more people seek varying cures to problems. Well Informed of August 3rd examined holistic medicine and intuitive healing with guest Judy Winall, who took listeners calls about the topic.

* The XStar Network's Real Life Real Estate Investing program is a weekly hour call-in on property ownership, sales, and renting. The show every week seeks to educate real estate investors on the responsibilities and benefits of real estate ownership. The program routinely features an open-line "any real estate topic" call in on the final Thursday of each month. Vena also spotlighted some special off-air events which benefit WVXU and the XStar Network.

* Business and educational opportunities are always of regional concern. Local Business Matters of July 16 featured Ron Wright of Cincinnati State Technical and Community College discussing high education opportunities in the Midwest. The school is opening a new culinary arts building. LiveLine of July 8 looked at Project Connect, a program that offers educational experiences and field trips for homeless kids, especially over the Summer. On Local Business Matter of July 9, Dorothy Jordan Executive Director of the Citizens Committee on Youth discussed Summer youth employment in Cincinnati from 12:45-1pm.

* LawTalk is a weekly thirty-minute call-in show designed to simplify legal matters for our listeners. Some topics are largely Ohio issues, but many are of interest to listeners in all

XStar cities on Thursdays from 11:30-Noon. Among the guests and topics this quarter were Judge James Cissell discussing privacy issues in an internet society on September 23, Don Hordes talking about workplace law on September 16, and Colleen Laux covering real estate and probate law issues on July 15, and Don McPherson on the news overtime guidelines on July 1.

- * Digital Rights Management and music and image downloads have become a hot topic in the past months. Dot-Commentary of July 9 featured discussion on these topics and advice on what to download and what not to download with Eric Fulkert from Noon-12:30.

- * Pediatric care and issues of children's health are far-reaching in our broadcast area. Each Tuesday afternoon Dr. Steve Muething takes thirty minutes of listeners' calls and comments Tuesdays Noon-12:30pm on Your Child's Health. The program generally deals with topics from allergies to poison control to emergency medical care in an open-line call-in format. Among highlights this quarter was a show on pre-natal pediatrics with Dr. Tim Crunellhome on September 28, and Summer trauma for active children with Dr. Becky Brown on August 3.

- * The week of July 4th marked the 40th anniversary on the Beatles coming to America. We aired a special 2-hour documentary on the Beatles and their effect on America on July 5 from 1-3pm. The program featured music and interviews from and about the Beatles.

- * Back to school and educational resources are always key topics in the 3rd quarter. We aired a special Dot Commentary on August 20 from Noon-12:30pm focusing on laptops and their features as more schools are requiring computers for their students.

- * Many of our staffed stations are already doing community calendar work, most notably WVXA, each station airing calendars each weekday morning. WVXU has regular PSA coverage supervised by Lee Hay.

- * WVXU and the network have two new regular programs that address lifestyle issues of our listeners. Jim Hansel of Ohio River Grass hosts Talking Gardening Wednesdays from 12:30-1pm, and topics include general gardening to composting each week. Dr. Bob Biederman of Cincinnati Central Animal Hospital also volunteers his services as a host each Thursday 12-12:30pm answering veterinary questions on cat and dog care. Both shows started the week of July 14.

These are just a few of the many topics addressed by the stations of the XStar Network in the last quarter. We are striving to continue our commitment to quality community effective programming. We receive many streams of input through our news department's interaction with public officials through our Seasongood grant, as well as through our many program producers and hosts who are constantly on the lookout for new topics and ideas. We actively integrate students or volunteers to develop our community calendar and PSA programming. We are proud of the many programs, including those listed above, that we produce and air to respond to public needs.

George Zahn, Operations Director October 4, 2004

XStar Network Quarterly Public Issues Report October-December 2004

In the final quarter of 2004, WVXU and the XStar Radio Network continued its programming responsive to community service and topical issues. Among the topics covered this quarter by our stations:

- * In this final quarter of the election year, WVXU carried coverage of the Vice Presidential debate from Cleveland, Ohio on October 5 from 9-11pm, as well as the second Presidential debate from St. Louis on October 8 from 9-11pm, and also the final Presidential debate from Tempe, Arizona from 9-11pm on October 13.
- * The race for Hamilton County Prosecutor heated up in the last few months with the announcement that Mike Allen would be stepping down. WVXU aired a debate between candidates Funan Rucker Joe Deters recorded at Xavier's Cintas Center. The broadcast aired October 12 from 8-9pm.
- * Our debate coverage continued on October 22 with the U.S. Senatorial debate between Eric Fingerhut and George Voinovich Debate from Freedom Center, which was simulcast with Channel 9. Our coverage on all of our Ohio stations ran from 8-9pm.
- * On October 28, WVXU aired a Debate on Issue 3, the possible repeal of Article 12 on the Cincinnati City Charter. Rev. K.Z. Smith of Corinthian Baptist Church, attorney for Equal Rights No Special Rights David Langdon, Gary Wright of Citizens to Restore Fairness and Marian Spencer, civil rights activist were guests on this one-hour debate between 8-9pm.
- * On October 8 on WVXU, LiveLine welcomed Gene Beaupre to discuss elections and political ads from 9:35-10am.
- * WVXU co-sponsors an annual contest with Kids Voting to urge students to create essays on why we should vote. On November 1, we featured Kids Voting winner Emily Edeburn from St. Ursula Academy and Jeanne Rolfes of Kids Voting with the winning presentation at 9:50am for a 10-minute segment on Morning Edition.
- * Our LawTalk program of October 28 featured Phyllis Bossin from the Hamilton County Democratic Party and Greg Hartman from Hamilton County Republican Party about polling issues, challenging voters, ballot errors, and provisional ballots. Calls were encouraged on the program that ran from 12:30-1pm.
- * WVXU provided continuous coverage of Election Day 2004 November 2. On WVXU, coverage ran from 8pm through just 1am with Mike Martini, Steve Hirschberg, Ann Thompson, Barb Rininger, Gene Beaupre, Kathy Wilson, Peter Bronson, Bill Cohen, Karen Kassler, Jo Ingles, Bill Cartwright, and reports from counties in Ohio (Hamilton, Butler, Clermont, and Warren) and general Kentucky coverage from Mark Magistrelli. Morning Edition recapped the area races with 10 regular 5-minute reports between 5-10am November 3.

* Other post-election coverage included our carrying the NPR special on Bush and Kerry announcements from 1-4pm on November 3 and President Bush's announcement and press conference on November 4 from 11am to noon.

* On WVXU LiveLine of November 5, we welcomed back political analyst Gene Beaupre on Election issues and long lines at polls from 9:40-10am.

* On Local Business Matters of November 5 and November 12 (both 12:30-1pm), we hosted spokespeople for the Republican and democratic Parties in Hamilton County, November 5 Tim Burke Hamilton County Democratic Party and November 12 Mike Barrett Hamilton County Republican Party. Both sides discussed reactions locally, nationally, and regionally to the just completed election.

* Our network medical issue programming continued this quarter with Well Informed, a half-hour weekly call-in program on health issues. On November 12, we welcomed Dr. Steven Blatt, an infectious disease expert on flu shots and the flu season to discuss the flu shot shortage. The show runs Tuesday from 12:30-1pm.

* Our WVXU Morning Edition live coverage of November 18 featured Metro Traffic with Diana Lara and with Ann Thompson from a major Boone County bus crash into a semi truck with 20 of the 42 passengers injured. Coverage ran every ten minutes from 7-9am.

* Pediatric care and issues of children's health are far-reaching in our broadcast area. Each Tuesday afternoon from noon to 12:30pm Dr. Steve Muething of Children's Hospital Medical Center takes thirty minutes of listeners' calls and comments on Your Child's Health. The program generally deals with topics from colds to vaccinations to emergency medical care in an open-line call-in format. Among the topics this quarter were youth hearing loss on December 14, organ donation on December 7, and teen behavior with Dr. Steve's two teenagers as guests on December 28.

* Late the evening of November 10, the death of Palestinian leader Yasser Arafat was announced. We carried continuous coverage from the BBC from midnight to 5am on November 11 with more coverage on Morning Edition from 5am-10am that day.

* In the last months, we lost legendary performer Ray Charles. On Audiosyncrasies of October 29 from 8-10pm, Lee Hay ran a special commemorative program on his life and music on the whole network.

* The Dayton Art Institute is hosting a major art collection, and on the Keep Antiquing show of November 26 featured recorded segments done earlier in the month at the Art Institute with Art Institute employees and host Frank Farmer Loomis on the Rau Collection on display there. The program ran 5-6pm.

* As we approach the end of the year, tax planning becomes a major concern for many. LawTalk of November 11 and November 18 (both 12:30-1pm) featured income tax planning for end of year with CPA Tim Heldeman.

* Northern Michigan Weekly is a staple of our news/public affairs programming on WVXA. In the past quarter, here are some highlight installments of the show, which airs Thursday at noon:

9-2-04 NEMSCA-Nancy Kotwicki, program coordinator discussed various programs for area senior citizens.

9-9-04 Alan Lacross and Suni, discussion centered on martial arts and new center opening in Alpena.

9-16-04 Bill Hatchett, Director of the Rogers City Chamber of Commerce, Discussed upcoming events and programs.

9-23-04 Barb Nagi of the Presque Isle County Senior Center and Deputy Bob Pasche discussed senior safety on the internet, and various other scams involving senior victims.

9-30-04 Guest was Joan Bestwick, a cookbook author from Alpena. we discussed her cookbooks and her newest one, as well as her work with prisoners.

10-7-04 Kerry Keller, Director at Alpena Civic Theatre, and cast members discussed their production of "Seussical The Musical."

10-14-04 Pat Rondeau, Personal Health Nursing Supervisor at District Health Department No 4. We discussed the lack of flu vaccine, and what area residents can do to prevent them from catching the flu.

10-21-04 Mike Eustice and Gary Nowak from the Rogers City Optimist Club discussed the many different programs they have, as well as their fund raiser at the local K of C hall.

10-28-04 4-H Youth Extension Educator Ashley Roseberry, discussed the different programs the Extension has for the youth of the area.

* On WVXU LiveLine of December 10, we featured a panel talking about a new exhibit showcasing the Pope's relationship with Jewish people. Guests were Dr. Bill Madges, Chair of Xavier's Theology Department, Rabbi Abie Ingber, Executive Director of the Hillel Jewish Student Center of Cincinnati, Dr. James Bucannon, Director of the Edward B. Brueggeman Center for Dialogue, and Penny Fletcher and Dan Callahan, with the Pope John Paul II Cultural Center in Washington D.C. The program aired 9:40-10am.

* Community development and urban revitalization are key factors in most of our larger city XStar areas. Local Business Matters of October 1 from Noon-12:30pm featured former Indianapolis Mayor William Hudnut discussing strategies to improve urban areas. On October 8, Local Business Matters welcomed Allen Welch CEO and Julie Calvert, VP of Communications from the Cincinnati Convention & Visitors Bureau from 12-12:30pm.

* Holiday highlights were the course of the day for more than 38 straight hours starting at 10am Christmas Eve and running through midnight Christmas night. Included in the cultural holiday festival on the entire network were WVXU's own dramatic adaptation of Dickens' "A Christmas Carol" 7pm December 24, The British "Festival of 9 Lessons and Carols" carried live from the BBC 10am Christmas Eve, plus local music and stories from Mark Tipton and

Lee Hay on Audiosyncrasies from 1-3pm and 8-9pm Christmas Eve, plus swing specials Christmas day from 12-3pm. We also continued our annual non-stop Christmas music gift to listeners from 9-midnight Christmas Eve and 5am to Noon Christmas day.

* LiveLine of December 20 featured a one-hour call-in show featuring Santa from 5-6pm. Our annual tradition airs over our entire network and welcome calls from children for the holidays.

* The Diane Rehm show of October 11 (10-11am) featured actor James Earl Jones who started his career in Manistee, Michigan. Jones is revered in our WVXM listening area, and the program was repeated from 10-11am on December 27.

* The Jewish observance of Chanukah, was commemorated by the airing of the "A Taste of Chanukah," WVXU's own locally produced half-hour program featuring children from the Golf Manor Synagogue. The special program aired December 12 from 11-11:30am spotlighted the story of Chanukah, a creative skit discussing the symbols of the holiday season, and even a potato latke recipe. The program was written by Rabbi Ben Travis and recorded and produced at WVXU. The program was also made possible by support from the Dater Foundation.

* Domestic relations and domestic violence are of interest to many in our community. LawTalk of December 30 welcomed Magistrate Judy Levy from the Hamilton County Domestic Relations Court to discuss what constitutes domestic violence, and to give a better understanding of how the court and its proceedings work. The program allowed listener phone calls and ran from 12:30-1pm.

* WVXU and the network aired the special program "Giving Thanks" with John Birge as a special Thanksgiving presentation at noon and 5pm on November 25. The program featured music readings and reflections by many guest "stars." John Birge brings a great deal of local flavor to the program after years as a broadcaster in Cincinnati.

* Many of our staffed stations are already doing community calendar work, most notably WVXH, WVXM and WVXA, each station airing calendars each weekday morning, plus PSA's as possible throughout the entire broadcast day.

* Dot Commentary is our weekly computer discussion program and featured two specials in December taking listeners calls from Noon-1pm. The December 14 show featured a discussion and tips on digital photography from cameras to printers, and the December 31 show dealt with New Year's resolutions for computer owners including ideas on upgrading security and maintenance on home computers.

* The Cincinnati Reds lost long-time team captain and career-long Red Barry Larkin when he was non-tendered on October 13. WVXU News featured reactions from Reds manager Dave Miley and G.M. Dan O'Brien in various reports of October 13.

* Shaker culture is a major part of our Midwest heritage, and Ohio Congressman Rob Portman has just completed a book on Shaker design and furniture. He was a guest on Keep Antiquing of December 4 from 5-6pm and took calls from listeners on the Shakers. We repeated the program 5-6pm on December 31.

These are just a few of the many different topics addressed by WVXU and the stations of the XStar Network in the last quarter. We continue our commitment to quality community effective programming. We receive many streams of input through our news department's interaction with public officials and through our Seasongood government coverage grant and Dater Foundation funding for children's programming and issues, as well as through our many program producers and hosts who are constantly on the lookout for new topics and ideas. We actively integrate students or volunteers to develop our community calendar programming. We are proud of the many programs, including those listed above, that we produce and air to respond to public needs.

George Zahn, Operations Director January 3, 2005

Exhibit C

Jan '05 2005 06:16:02 Via Fax

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Wednesday, January 5, 2005 — Your weekly fax update
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Ohio congressman Bob Ney hopes to block a second Clear Channel FM move-out in Ohio. Ney was among those who pressured CC into abandoning its plan to relocate WWVA, Wheeling, WV (1170) to a new site near Akron. Now Ney's looking to do the same with CC's proposal to move WJER-FM, Dover, OH (101.7) to North Canton, OH. Ney tells the Times Reporter he's asking the FCC to "look at the impact" of relocating the station. Ney says the FCC "responds to public pressure" in situations such as this and he's urging residents to file comments with his office even though the FCC's deadline for public comments was December 3.

CERTIFICATE OF SERVICE

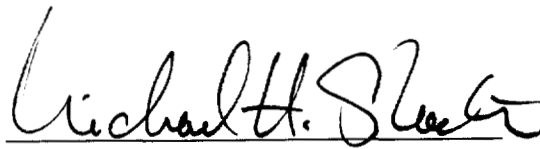
I, Michael H. Shacter, do hereby certify that true copies of the foregoing

"Counterproposal" were sent this 11th day of January, 2005 by U.S. first class mail, postage prepaid, to the following:

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